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June 6, 2003

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VIA HAND DELIVERY

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street S.W.
Washington, D.C. 20554

JUN - 6 2003

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: The Boeing Company
Application For Modification of Authority For Use
of the 1990-2025/2165-2200 MHz and Associated
Frequency Bands for a Mobile-Satellite System
Notice of Permitted Oral Ex Parte Communication
FCC File No. SAT-MOD-20020726-00113 and
ET Docket No. 00-258; IB Docket Nos. 99-81, 01-185 & 02-364

Dear Ms. Dortch:

On June 5, 2003, representatives of The Boeing Company ("Boeing") met in separate meetings with several of the Commissioners and their advisors. Meetings were held with Commissioner Kathleen Abernathy and her legal advisors Matthew Brill and Jennifer Manner; Commissioner Kevin Martin and his senior legal advisor, Daniel Gonzalez; and Commissioner Jonathan Adelstein and his legal advisor, Barry Ohlson. Attending the meetings on behalf of Boeing was Bill Collopy, Vice President and General Manager of Boeing Launch and Satellite Systems. Also in attendance for Boeing were Michael Fitch, Bill Scanlon and Jim Simpson of Boeing, along with the undersigned.

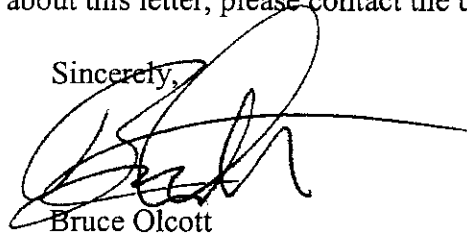
A major subject of the discussion was Boeing's above referenced application to modify its 2 GHz MSS network to employ a geostationary orbit ("GSO") satellite. Boeing requested expeditious approval of the application. Boeing also urged the Commission to provide regulatory certainty for 2 GHz MSS licensees, in part by refraining from initiating any new proceedings that could result in additional reallocations of spectrum away from 2 GHz MSS services. Finally, Boeing indicated its intent to file an application to include an ancillary terrestrial component in its system.

Marlene H. Dortch
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The attached handout was distributed during the meeting. Thank you for your attention to this matter. If you have any questions about this letter, please contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to be "B. Olcott", with a long horizontal flourish extending to the right.

Bruce Olcott

Counsel for The Boeing Company